

7. Galderma admits that this Court has personal jurisdiction over Galderma for purposes of this matter only.

8. Galderma admits that venue is proper in this district for purposes of this matter only.

FACTUAL BACKGROUND

9. Admitted.

10. Admitted.

11. Admitted.

12. Galderma admits, on information and belief, that Tolmar filed ANDA No. 200298 with the FDA under 21 U.S.C. §355(j) for the approval of a 3% adapalene topical gel (“Tolmar’s Gel”) before the expiration of U.S. Patent No. 7,579,377 (“the ’377 patent”). Galderma admits, on information and belief, that Tolmar filed a Paragraph IV Certification pursuant to 21 U.S.C. § 355(j)(2)(A)(vii)(IV). Galderma denies that the ’377 patent will not be infringed by the manufacture, use, sale, offer for sale or import of Tolmar’s Gel that is the subject of ANDA No. 200298. Galderma lacks knowledge or information sufficient to form a belief as to the truth of any remaining averments of paragraph 12, and, therefore, denies them.

13. Galderma admits that on January 21, 2010, it filed a Complaint against Tolmar in this District for infringement of the ’377 patent based on the filing of Tolmar’s ANDA No. 200298. Galderma admits it is seeking a declaratory judgment based on its apprehension of infringement resulting from the manufacture, use, sale, offer for sale or import of Tolmar’s Gel, if the FDA approves ANDA No. 200298.

14. Admitted.

PLAINTIFFS' ANSWER TO DEFENDANT'S COUNTERCLAIM COUNT I

(Declaratory Judgment of Non-Infringement of the '377 Patent)

15. Galderma restates and incorporates by reference paragraphs 1-14 above as if set forth fully herein.

16. Admitted.

17. Denied.

18. Denied.

19. Denied.

20. Denied.

21. Denied

PLAINTIFFS' ANSWER TO DEFENDANT'S COUNTERCLAIM COUNT II

(Declaratory Judgment of Invalidity of the '377 Patent)

22. Galderma restates and incorporates by reference paragraphs 1-14 above as if set forth fully herein.

23. Denied.

24. Denied.

25. Galderma denies that Tolmar is entitled to the relief requested in its Prayer for Relief, or any other relief.

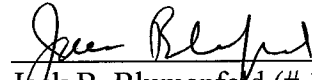
PRAYER FOR RELIEF

WHEREFORE, Galderma respectfully requests that this Court enter judgment in its favor as follows:

- a) dismissing each of Tolmar's counterclaims with prejudice;
- b) granting Galderma such further and additional relief that this Court deems

just and proper.

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March 5, 2010

CERTIFICATE OF SERVICE

I hereby certify that on March 5, 2010, I caused the foregoing to be electronically filed with the Clerk of the Court using CM/ECF, which will send notification of such filing to:

John W. Shaw, Esquire
Karen E. Keller, Esquire
YOUNG CONAWAY STARGATT & TAYLOR, LLP

I further certify that I caused copies of the foregoing document to be served on March 5, 2010, upon the following in the manner indicated:

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